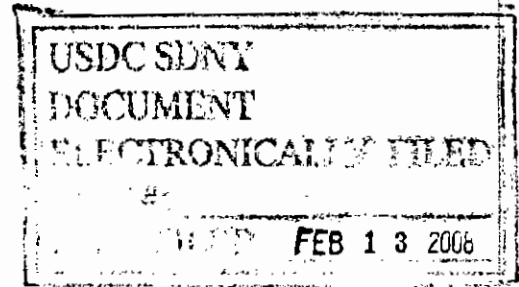


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MEMO ENDORSED

February 12, 2008

By Facsimile

Re: In re One Communications Corp.
Master File 07 Civ. 3905 (LTS) (AJP)
This Document Relates To:
07 Civ. 3905 One Communications Corp.

Honorable Laura Taylor Swain
United States District Judge
United States District Court
Southern District of New York
500 Pearl Street
New York, New York 10007

Dear Judge Swain:

We are writing on behalf of our clients, defendants JP Morgan SBIC LLC and 60 Wall Street SBIC Fund, L.P., as well as the two Megunticook defendants and the two individual defendants, all of whom (collectively, the "Moving Defendants") have moved to dismiss the above-referenced action. The Moving Defendants respectfully request the Court's permission to file oversized reply briefs on their respective motions to dismiss.

Plaintiff has filed a 99 page brief and a multi-exhibit declaration in response to the motions to dismiss. Counterclaimant Verizon New England Inc. has also filed a brief in opposition to the motions to dismiss dealing with certain jurisdictional issues, together with a multi-exhibit declaration and a letter to the Court supplementing its submission. The Moving Defendants' reply briefs are due this Friday, February 15, 2008, and their counsel have all been working diligently to pare down their respective reply briefs. However, the motions raise numerous issues as to what the Moving Defendants contend are the many inadequacies of the Complaint and the grounds for dismissal, including important jurisdictional issues that have now also been addressed in the separate opposition brief from Verizon. In order to make the necessary record on these motions, (i) each set of Moving Defendants requests permission to file a 30 page reply brief (which for each is less than one-third of Plaintiff's response brief), and (ii) the Moving Defendants collectively request permission to file a joint brief of no more than 24 pages (representing 8 pages each) addressing the jurisdictional issues that have been separately addressed by Verizon.

Honorable Laura Taylor Swain

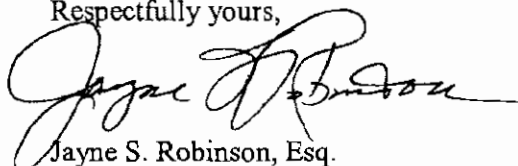
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As a courtesy, the Moving Defendants agreed to Plaintiff's request to file a response brief of up to 125 pages. Nonetheless, neither Plaintiff nor Verizon will consent to the Moving Defendants' request. The Moving Defendants appreciate Your Honor's consideration.

The reply briefs shall not exceed 75 pages in total. The 75 pages may be apportioned among the Moving Defendants/Verizon however in whatever way the Moving Defendants see fit.

Respectfully yours,



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SO ORDERED.

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2/13/2008
LAURA TAYLOR SWAIN
UNITED STATES DISTRICT JUDGE

Honorable Laura Taylor Swain

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February 12, 2008

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